

Division of Corporations

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Florida Department of State
Division of Corporations
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From: Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
Account Number : 076666002140
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FLORIDA PROFIT CORPORATION OR P.A.
ALL SUNCOAST ORTHOTICS AND PROSTHETICS, INC

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

ALL SUNCOAST ORTHOTICS AND PROSTHETICS, INC.

ARTICLE I - Name and Address

The name of this corporation is ALL SUNCOAST ORTHOTICS AND PROSTHETICS, INC. The mailing address of the corporation is 1342 Eastfield Drive, Clearwater, Florida 33713. The address of the corporation's principal office is 1342 Eastfield Drive, Clearwater, Florida 33713.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Preemptive Rights

No holder of shares of stock of any class shall have any preemptive rights to subscribe to or purchase any additional shares of any class or bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of any shares of stock of any class, confer any preemptive rights that the board of directors may deem advisable in connection with such issuance.

Prepared By:

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ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1342 Eastfield Drive, Clearwater, Florida 33713, and the name of the initial registered agent of this corporation at that address is Charles P. Benford.

ARTICLE VI - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Charles P. Benford	1342 Eastfield Drive Clearwater, Florida 33713

ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of April, 1999.



 CHARLES P. BENFORD

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, ALL SUNCOAST ORTHOTICS AND PROSTHETICS, INC., desiring to organize under the laws of the State of Florida, hereby designates Charles P. Benford, located at 1342 Eastfield Drive, Clearwater, Florida 33713, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

Charles P. Benford
CHARLES P. BENFORD

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